

Pfanzelter David J
Form 4
September 27, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Pfanzelter David J

(Last) (First) (Middle)

1725 GILLESPIE WAY

(Street)

EL CAJON, CA 92020

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

PURE BIOSCIENCE, INC. [PURE]

3. Date of Earliest Transaction
(Month/Day/Year)

09/25/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/25/2017		M	V Amount (D) Price 16,000 A \$ 0.6	556,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Warrant	\$ 0.75	09/25/2017		D ⁽¹⁾	16,000	07/02/2014 07/02/2019	Common Stock	16,000
Warrant	\$ 0.6	09/25/2017		A ⁽¹⁾	16,000	07/02/2014 09/25/2017	Common Stock	16,000
Warrant	\$ 0.6	09/25/2017		M ⁽²⁾	16,000	07/02/2014 09/25/2017	Common Stock	16,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Pfanzelter David J 1725 GILLESPIE WAY EL CAJON, CA 92020	X Chairman of the Board

Signatures

/s/ David
Pfanzelter 09/27/2017

 **Signature of
Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On September 25, 2017, the Issuer completed the initial closing of a tender offer in which the Issuer offered to amend the terms of the outstanding warrants the Issuer issued to investors participating in private placement financings the Issuer completed on August 29, 2014 (the "2014 Warrants"), on November 23, 2015 (the "2015 Warrants") and on January 23, 2017 (the "2017 Warrants"). As part of the

(1) tender offer and in order to raise funds to support its continued operations, the Issuer offered to reduce the respective exercise prices of the 2014, 2015 and 2017 Warrants if the holders agreed to exercise their Warrants in cash by September 25, 2017. The Reporting Person holds a 2014 Warrant and elected to participate in the Issuer's tender offer. As a result, the exercise price and the expiration date, among other terms, of the 2014 Warrant held by the Reporting Person were amended.

(2) In accordance with the terms of the Issuer's tender offer, the Reporting Person exercised his 2014 Warrant in full and in cash on September 25, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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